

# EXHIBIT 2

UNITED STATES DISTRICT COURT  
DISTRICT OF MASSACHUSETTS


IN RE PHARMACEUTICAL INDUSTRY	)	MDL No. 1456
AVERAGE WHOLESALE PRICE	)	
LITIGATION	)	Civil Action No. 01-12257-PBS
THIS DOCUMENT RELATES TO:	)	Judge Patti B. Saris
ALL CASES	)	Chief Magistrate Judge
	)	Marianne B. Bowler

[PROPOSED] ORDER AMENDING THE PROTECTIVE ORDER

IT IS HEREBY ORDERED that the Protective Order issued by the Court on December 13, 2002 (the "Protective Order") be amended by addition of the following provisions:

1. Producing entities that are not parties to the AWP Litigation are afforded all protections provided by the Protective Order simply by marking produced documents as "Confidential" or "Highly Confidential." Such entities are not required to sign the Protective Order. To the extent that Paragraph 22 of the Protective Order required non-parties to sign a copy of the Protective Order in order to receive its protections, Paragraph 22 is hereby superseded.
2. The foregoing shall apply retrospectively. Entities that are not parties to the AWP Litigation and that have previously made productions that were marked "Confidential" or "Highly Confidential" are afforded all protections of the Protective Order notwithstanding whether such entities signed a copy of the Protective Order.

Dated: 3/24, 2004

  
PATTI B. SARIS  
UNITED STATES DISTRICT JUDGE

CERTIFICATE OF SERVICE

I hereby certify that on November 2, 2004, I caused a true and correct copy of Joint Motion for Amended Protective Order to be served on all counsel of record by electronic service pursuant to Case Management Order No. 2 entered by the Honorable Patti B. Saris in MDL 1456.

/s/ Eric P. Christofferson

Eric P. Christofferson